# Exhibit 3

**Department of Public Service Regulation**
**Montana Public Service Commission**
**Docket No. D2001.1.5**
**NorthWestern Corporation**

**PREFILED TESTIMONY OF MICHAEL J. HANSON**
**ON BEHALF OF NORTHWESTERN CORPORATION**

Q. Please state your name and business address.

A. Michael J. Hanson, 4930 S. Western Ave., Sioux Falls, SD 57108.

Q. Mr. Hanson, what is your position with NorthWestern Corporation?

A. I am the President and Chief Executive Officer of both NorthWestern Public Service, a division of NorthWestern Corporation, and NorthWestern Services Group, Inc., a wholly owned subsidiary of NorthWestern Corporation. I will generally refer to the entire family of NorthWestern companies simply as NorthWestern in my testimony.

Q. Please describe your education and business experience.

A. I have been the President and Chief Executive Officer of NorthWestern's utility entities since May 1998. Prior to accepting my current position with NorthWestern, I was employed for seventeen years by Northern States Power Company ("NSP") in a variety of positions, including General Manager and Chief Executive of NSP – South Dakota from 1994-1998. I attended the United States Naval Academy from 1977-1979 and graduated from the University of Wisconsin in 1982 with a Bachelor of Science degree in accountancy. I received a Juris Doctor degree from William Mitchell College of Law in 1989. Exhibit (MH-1), attached to this testimony, contains a listing of my education and business experience.

Q. What is the purpose of your testimony?

A. I will describe the structure, business goals and philosophy of NorthWestern. I will also explain why NorthWestern is acquiring The Montana Power Company ("MPC"). Finally, I will provide answers to Questions #2,4,5, and #7-10, set forth in the Commission's Order 6353 entered in this docket.

**NORTHWESTERN CORPORATION**

Q. Please provide the Commission with a brief history and description of NorthWestern.

A. NorthWestern Public Service Company was incorporated on November 27, 1923, in Wilmington, Delaware, bringing together two utility properties in Nebraska and two in South Dakota. The facilities acquired were the stock and assets of the Aberdeen (SD) Light & Power Company, the North Platte (NE) Light & Power Company, the Columbus (NE) Light, Heat & Power Company, and an electric system in Clark, South Dakota owned by the Union Power & Light Company of Omaha, NE. In 1940 NorthWestern's electric properties in North Platte and Columbus were sold to two newly established public power districts, as Nebraska became totally public power. In January 1941, NorthWestern acquired the natural gas systems in Grand Island and Kearney, NE, which were added to its natural gas system in North Platte, NE. Natural gas systems in South Dakota were added during the years 1957-61. NorthWestern continued to grow, acquiring Central Electric & Gas Company in 1961, and extending natural gas to additional South Dakota communities during the 1990s. NorthWestern now provides not only electric and natural gas service to nearly 150,000 customers in the upper Midwest (South Dakota and Nebraska), but also energy-related services, voice communications, video and data network solutions. NorthWestern currently operates in three additional industries in addition to its traditional electric and gas services: Blue Dot Services Inc., a national provider of installation, maintenance,

repair and replacement services for heating, air conditioning, plumbing and related systems for residential and light commercial customers; CornerStone Propane Partners, L.P., a retail propane distributor serving residential, commercial, industrial and agricultural customers from 275 customer service centers in 34 states, and providing wholesale marketing and logistics in propane, natural gas, crude oil and petroleum liquids through its division Coast Energy Group; and Expanets, Inc., a national provider of integrated voice, data, video and related network communication solutions to small- and medium-sized businesses.

Q. Please describe NorthWestern's traditional electric and gas utility operations.

A. NorthWestern is a combination local distribution company engaged in the business of generating, transmitting and distributing electricity and natural gas at retail to residential, commercial and industrial customers in South Dakota, and natural gas only in Nebraska. NorthWestern also owns electric generation and connecting segments of electric transmission lines from its generation in Iowa and North Dakota. NorthWestern is a "public utility" within the meaning of Section 201 of the Federal Power Act and as defined in the South Dakota Public Utilities Act (South Dakota Codified Laws Chapter 49-34A) and, as such, is subject to the jurisdiction of the South Dakota Public Utilities Commission for the sale of gas and electric service in South Dakota. The State of Nebraska has no centralized regulatory agency with jurisdiction over the natural gas operations of NorthWestern. Natural gas rates are subject to regulation by the four Nebraska municipalities in which NorthWestern operates (the cities of Grand Island, Kearney and North Platte, and the Village of Alda) which communities have been grouped together in one rate area. NorthWestern is part of the Western Area Power Administration's ("WAPA") Upper Great Plains East control area, a control area certified by the North American Electric Reliability Council, and

currently has contracts for transmission service from WAPA for delivery of power and energy from remote generation equivalent to approximately 50% of its bundled retail requirements. Given the expanse between population centers in its service territory, NorthWestern works with WAPA, the area's rural electric cooperatives, and other investor-owned utilities in order to provide reliable electric service at affordable prices to the citizens in its region. NorthWestern owns approximately 312 megawatts (MW) of generation capacity, consisting of its interests in three jointly-owned facilities, a three-year power purchase agreement for up to 28 MW from Basin Electric Cooperative, certain peaking units and purchases spinning reserves from WAPA. In addition, NorthWestern provides transmission services and makes limited wholesale sales of electric energy. NorthWestern provides transmission service for several small South Dakota communities and South Dakota state institutions of their allocation of power from WAPA and makes supplemental wholesale power sales to those entities for electric needs in excess of their allocation. NorthWestern also provides transmission service for the total electric requirements of the community of Groton, SD, including its WAPA allocation and supplemental energy provided by Heartland Consumers Power District. NorthWestern has a letter agreement under which WAPA markets NorthWestern's excess energy in intersystem sales.

Q. Please describe, in general terms, NorthWestern's overall business strategy.

A. NorthWestern has focused its business strategy on pursuing success through market leadership in energy and communications. Our success is achieved through outstanding customer service and efficient operations. NorthWestern believes that its acquisition of MPC is in complete accord with this overall business strategy. MPC serves a geographic area with similar characteristics to

NorthWestern's existing area, and, like NorthWestern, has a record of providing outstanding customer care.

Q. What benefits do you foresee from NorthWestern's acquisition of MPC?

A. We anticipate that the acquisition will allow the continued expansion of our energy distribution capabilities, the integration of the energy-related businesses of NorthWestern and MPC, and the creation of a platform for future growth opportunities in the Northern Tier. NorthWestern will strive to maintain a high degree of reliability and customer satisfaction, stabilize utility rates for Montana consumers, support the communities it serves, provide environmental stewardship and be a good corporate citizen while operating the business to provide stable earnings, cash flow and a fair return to its shareholders.

Q. How does NorthWestern propose that MPC will fit within its corporate structure?

A. NorthWestern plans to make the requisite filings, and take the other steps necessary, to authorize it to obtain exempt status under the Public Utilities Holding Company Act, as amended, with both MPC and NorthWestern Public Service becoming subsidiaries of the parent corporation. If NorthWestern ultimately does not implement a holding company structure, then upon closing of the transaction, it will retain its current divisional structure and MPC will become a division rather than a subsidiary of the company. Under either structure, MPC and NorthWestern will continue to be headquartered in their existing locations in Butte, Montana, and Huron and Sioux Falls, South Dakota, respectively.

Q. Has NorthWestern enjoyed ready access to capital as it has implemented its business plans?

A. Yes. NorthWestern has been able to issue stock and debt under favorable terms as its business needs have required, even under difficult market conditions. It has obtained an acquisition credit facility from Credit Suisse First Boston in an

amount sufficient to finance 100% of the proposed equity purchase price for this transaction, and anticipates issuing permanent financing through the public sale or private placement of common stock.

Q. Describe NorthWestern's philosophy regarding its dealings with regulators.

A. NorthWestern maintains excellent open communication with the governmental agencies charged with regulation of its businesses and works to negotiate with all parties to any proceedings in order to bring about a result favorable to all interests: customers, shareholders, the communities it serves, and team members. Through negotiations in rate and other proceedings, NorthWestern has been able to avoid needless and costly litigation.

**NORTHWESTERN'S ACQUISITION OF MPC**

Q. What are NorthWestern's plans after it acquires MPC?

A. NorthWestern's objective in operating MPC will be to provide value to all constituencies affected by the transaction. Because NorthWestern and MPC operate in two, non-synchronized power pools and are not contiguous with each other, large operating synergies are not expected in the combination of the two entities. There will, however, be an opportunity to capture efficiencies through the combined procurement of materials, supplies and equipment, and in the provision of joint administrative and general functions. In addition, we expect to minimize cost and maximize performance through the combination of the two entities' information technology resources. NorthWestern will combine senior leadership, but the utility enterprise will operate as two largely self-contained units that are combined at the top and supported by shared administrative resources and consistent operational approaches. This structure will optimize performance while allowing flexibility for each utility unit to meet the unique needs of the markets in which it operates.

Q. Your operating plan after the acquisition seems very straightforward. Are you over- simplifying?

A. No. MPC and NorthWestern operate in entirely different power grids and will be physically separated. Because we are acquiring the entire company, not just its assets, we are acquiring a self-sufficient, ongoing business. That will allow us to combine the strengths of the two companies in a manner that will be largely transparent to the current customers of MPC. Our objective is to successfully operate on a going forward, long-term basis, a utility that will be regulated by this Commission. We are submitting this application in the belief that the PSC will become comfortable with NorthWestern as the new owner of MPC.

Q. Is NorthWestern a fit and willing buyer of MPC?

A. Yes. NorthWestern has both the management capability and the financial capability to acquire MPC. Managerial capability is the expertise needed to successfully run a utility. In our case, we take pride in our long history of successfully managing gas and electric operations in South Dakota and gas operations in Nebraska. We're very proud that we were recently acknowledged as the operator of one of the most reliable electric utility systems in the United States. An integral part of our managerial capability is our management systems—the controls and tools that are deployed to ensure that the business operates in a way that is consistent with an established plan. Our systems ensure that decisions are disciplined, expenditures are controlled and investments are sound. Let me provide some examples regarding our cost control focus and our introduction of new business systems.

NorthWestern has worked with its coal-fired generating plant co-owners at the Big Stone Plant and the Coyote I Station to lower its costs of electric generation. In 1993 the owners negotiated coal supply and coal transportation

pricing reductions with Knife River Coal Mining Company and the Burlington Northern Railroad for Big Stone. In 1995, we switched from North Dakota lignite coal to Powder River Basin sub-bituminous coal, providing a more efficient and cleaner burning alternative at Big Stone. In 1996 the owners sold their steel rail cars and began leasing aluminum cars, providing additional savings at Big Stone. NorthWestern and two of the other of the four Coyote co-owners brought an arbitration action against Knife River, which culminated (after hearings) in a 1999 decision that lowered the cost of lignite coal by approximately $1 per ton (a savings of more than $250,000 per year for NorthWestern's customers), applied stronger price controls for future pricing of lignite under the coal supply agreement and resulted in a cash damage award to the owners (with more than $800,000 as NorthWestern's share) for prior charges.

Outside the generation area, we have used technology to achieve higher productivity and cost reductions. For example, we are using a document imaging, or paperless system for numerous types of records. This system contains search capabilities and serves as a central records repository, reduces time for data entry and frees up team members' time for higher priority work.

Paperless records now include the documentation of our distribution system (records required by the Department of Transportation -- Office of Pipeline Safety) at a central repository rather than in local offices; and accounts payable (invoicing, etc.) which offers an online payment processing and approval system, and serves as a paperless permanent record of the invoice process.

Also, centralized scheduling and dispatch of crews and resources improves work force efficiencies and places team members where they are most needed. This has significantly increased the productivity of our crews. For example, a crew is dispatched to a work site. If a service call is received in the same location,

that crew can then move immediately from one task to the next task without having to return to the office to be dispatched. This system also uses automated time sheets and automatically records job costs, eliminating time-consuming data entry.

Finally, we have created a "virtual call center" and use technology to tap into customer service talent located in our utility's field locations to handle utility customer service calls without moving those employees to a call center.

We are introducing technology where it makes sense to control costs and improve service.

Q. Please address financial capability under two aspects: financial strength and financial flexibility. Can the company finance operations and any expansion that might be needed? Is the capital structure consistent with industry norms, so that different types of financing are available in any reasonably foreseeable economic situation?

A. We are certainly well aware of the industry norms and the Commission's hypothetical capital structure in the last MPC electric transmission and distribution rate order. These factors form the basis of our market evaluation over the two years beyond the close of the transaction.

In general, we believe that capital will be no more expensive with NorthWestern as owner of MPC than is the case today. As I indicated, NorthWestern has enjoyed consistent access to capital on reasonable terms. While our corporate structure may seem complex on first examination, it assures separation of the utility related financings from other activities, and it should not create any new or additional concerns for this Commission because MPC has itself historically had significant non-utility operations. Finally, I think it is important to remember that the standard regulatory approach to determining a

utility's cost of equity examines financial markets' expectations regarding the cost of capital for comparable companies. That approach will be fully available to the Commission in future proceedings.

Q. In your judgment, does NorthWestern's operating and financial history demonstrate its ability to operate the MPC system in a manner that will result in customers receiving reasonably adequate service at just and reasonable rates?

A. Absolutely. Electric and natural gas systems have a great deal in common, regardless of the state in which they are situated. We know how to run these systems. I do not want to minimize the default supply challenges facing the MPC electric system, but I can confidently say we know what we are doing and will make the best judgments we possibly can on behalf of our customers. NorthWestern prides itself on customer service, and our team members are the foundation of that service. Our compensation is consistent with industry norms, and our team member job satisfaction is high. We have been able to attract and retain top quality personnel, and we maintain excellent relationships with our retired employees (many of whom are shareholders in NorthWestern).

With regard to post-close operations, we have been working in a department-by-department collaboration process with MPC for the past eight months. This has allowed departmental counterparts to become familiar with one another, to understand the processes used by each and to begin to understand the business challenges that are before us all. I'm confident that customers will see very little of the transition process.

**COMMISSION QUESTION #2**

Q. What are the purchase prices for the electric and natural gas utility rate properties?

A. We don't know yet how the total purchase price of $602 million in cash and $488 million in debt assumption will be allocated among the numerous entities that we are buying. Those entities are listed in Mr. Pederson's testimony.

**COMMISSION QUESTION #4**

Q. What commitment is NorthWestern willing to make with respect to rate levels on the MPC system after its acquisition by NorthWestern?

A. NorthWestern works very hard to maintain stable electric rates in our South Dakota operation. We will do our very best to maintain stable transmission and distribution rates on the MPC system, except for extraordinary charges beyond the Company's control, such as governmentally imposed charges, or the transition charges in the Tier II proceeding. We will need some time to get our arms around the Montana operation, and would hope that other parties would allow us that opportunity by not pursuing near- term transmission and distribution rate reductions.

Q. I note you did not commit NorthWestern to a particular rate for default power supply. Why is that?

A. It simply is not possible to make such a commitment. Neither NorthWestern nor MPC currently has a supply in place to meet default load requirements of the existing MPC customers after June 30, 2002. Moreover, the cost of that supply will not be determined by NorthWestern, but by the sellers in the bulk power supply market. We will support MPC's efforts to put together a supply portfolio that meets our customers' needs at the lowest possible price.

**COMMISSION QUESTION #5**

Q. What commitment is NorthWestern willing to make that an acquisition adjustment will not be sought for any premium it has paid on the book value of MPC's utility assets?

A. NorthWestern will commit not to seek a rate base addition for the difference between the purchase price (as finally allocated under GAAP and Sec. 338 of the Internal Revenue Code) and the book value of the MPC utility assets in rates, subject to one caveat. Under Sec. 338, the Company will receive certain tax advantages from the stepped-up basis, including depreciation of the increment over the historical book value. If in a future rate proceeding, the Commission were to claim that increased tax advantage for ratepayers, then consistency and fairness would require that the stepped-up basis be used as the rate base, as the tax benefit will arise solely due to the stepped-up basis.

**COMMISSION QUESTION #7**

Q. Is NorthWestern able and willing to develop and maintain utility-scale generation to serve load in the MPC service territory?

A. If the inquiry is whether NorthWestern plans to build a new series of generating stations to replace the ones sold by MPC to PP&L, the answer is no. Not only would that be expensive and impractical, it would be contrary to the purpose of the 1997 legislation, which was to separate generation ownership from the transmission and distribution system. If the inquiry is whether NorthWestern would act to maintain a default supply in accordance with the House Bill 474 from this year's legislative session, the answer is yes. Having said that, we believe it is very important to note that NorthWestern is one of the few companies that have stepped forward to develop new generation in Montana. NorthWestern is finalizing plans to construct a proposed 240-megawatt electricity generating facility near Great Falls, Montana, that will provide reasonably priced, reliable electricity for Montana customers. The proposed generation facility will be located about one mile north of Great Falls, adjacent to and east of Highway 87 (Havre Highway) in Cascade County. The project involves the construction of a

240-megawatt combined cycle, natural gas-fired generating facility, with the first 80-megawatt simple cycle combustion turbine originally hoped to come on line early in 2002, the second 80-megawatt simple cycle combustion turbine in the summer of 2002 and the conversion to a combined cycle facility (which will add another 80 megawatts of electricity output) in late 2002. However, as of the filing of this testimony, this timetable has now been delayed by the filing of several appeals of the air quality permit issued by the Department of Environmental Quality, and we are unable to predict a precise timetable.

**COMMISSION QUESTION #8**

Q. What operational efficiencies does NorthWestern expect to achieve after its acquisition of MPC?

A. As I testified earlier, the physical separation of the MPC system from the existing NorthWestern system limits, to a degree, the efficiencies one could expect if the two systems were physically consolidated. NorthWestern expects to achieve efficiencies in the operation of the two systems that would not be achievable in the absence of the acquisition. Moreover, NorthWestern is constantly searching for ways, such as those involving technology that I outlined above, to improve service to both its customers and team members. NorthWestern has implemented programs to enhance the work environment of its team members. An enhanced work environment will lead to innovations and efficiencies that will improve all aspects of customer service. Furthermore, NorthWestern continuously surveys its customers to determine what can be done to enhance the value of our services. Finally, NorthWestern is constantly reviewing its processes and procedures. The collaboration efforts with MPC have given NorthWestern the opportunity to review all of its processes and procedures and compare them with MPC's. To the extent that better processes and procedures are currently in place at either entity,

or through such discussions are developed, improvements to the operations at both entities will be implemented.

**COMMISSION QUESTION #9**

Q. Did NorthWestern's due diligence reveal any weaknesses in the MPC system?

A. No, it did not. That was one of the reasons the acquisition of MPC was attractive to us.

**COMMISSION QUESTION #10**

Q. Please address how the ability of MPC to provide continued reliable service at just and reasonable rates, as a division or subsidiary of NorthWestern, may be impacted under any reasonable outcome in the Tier II proceedings under Docket D97.7.90.

A. Properly conducted Tier II proceedings, and the result of those proceedings, should not impact the ability of MPC to provide reliable service at just and reasonable rates. As long as the Tier II proceedings are conducted properly, and the result of the proceeding is in accordance with Montana law, the ability of MPC to provide good service at reasonable rates should not be impacted We urge the Commission to expedite theTier II proceedings to provide certainty as the default supply isassembled. In NorthWestern's opinion, the critical consideration is not the outcome of the Tier II proceeding, but how the Commission intends to ensure cost recovery associated with the expense of procuring a default power supply under the provisions of House Bill 474.

Q. Why do you believe the outcome of a properly conducted Tier II proceeding, with a result in conformity with Montana law, should not impact the ability of MPC, as a division or subsidiary of NorthWestern, to provide reliable service at reasonable rates?

A. The Tier II proceeding is a calculation of the costs MPC will incur as a result of its transition from a vertically integrated utility with generation to a transmission and distribution company without generation. The original design of the transition has now been altered by the requirement in House Bill 474 that MPC assume the burden of acting as the default supplier for all non-choice customers. There are four broad categories of transition cost which must be addressed: (1) MPC contracts with the qualifying facilities ("QF"); (2) MPC owned generation; (3) energy supply-related deferred charges and regulatory assets; (4) other. MPC's sale of its generating facilities to PPL through a competitive bid process has largely eliminated the second and third categories of cost. In NorthWestern's view, it should be an easy matter to address the category of "other" transition costs, and the real challenge in Tier II will be to accurately estimate the out-of-market cost of the contracts with the QF's.

Q. Why have you characterized the accurate estimate of the out-of-market cost of the contracts with the qualifying facilities as the "real challenge" of Tier II?

A. The power from the contracts with the qualifying facilities will be part of the supply portfolio used by MPC to meet its obligations as the default supplier under House Bill 474. If the out-of-market cost of the qualifying facilities is not accurately estimated, it will affect the timing of the recovery of the costs, and the distribution of the costs between choice and non-choice customers.

Q. Please explain how an inaccurate measure of the out-of-market cost of the qualifying facilities would affect the timing of the recovery of such costs, and the distribution of the costs between choice and non-choice customers.

A. The cost of the default power supply must be recovered on a current period basis. In contrast, the out-of-market cost of the contracts with the qualifying facilities will be recovered over time. If default power supply costs are incorrectly

categorized and treated as transition costs, it will unreasonably defer the recovery of current period default supply costs to a later period, and incorrectly distribute such costs between choice and non-choice customers. Assume, for example, that the out-of-market portion of the cost of power from the qualifying facilities was set at too great a value (i.e., the projected market level of power was set at an artificially low level). The resulting transition cost would be artificially high for choice customers, and would effectively require them to subsidize power supply costs for non-choice customers. Additionally, it would deny current period recovery of what are, in reality, default power supply costs.

Q. How would a Tier II determination that there are no transition costs impact the financial ability of MPC to provide reliable service at just and reasonable rates?

A. Such a determination would not be a reasonable outcome in the Tier II proceedings. Among other things, it would require a determination that the entire cost of power from the QF's, over the life of the contracts, is within market. We don't believe that is a reasonable position. Although, in the near term, such a determination may result in the full recovery of the cost of power under the QF contracts, it would result in a highly unstable default power supply. A zero transition charge determination would mean that customers with a choice could choose an alternate supplier and avoid any responsibility for the cost of transitioning the MPC system to choice. In effect, non-choice customers would be subsidizing, through their cost of default power supply, the choice of an alternate supplier by choice customers. It would be extraordinarily difficult for MPC to acquire and maintain a reasonably priced default power supply under these circumstances. I should add that this adverse result would not be unique to NorthWestern's ownership of MPC. It would also be the case if current ownership of MPC was maintained.

Q. Why did you testify that the critical consideration is how the Commission intends to ensure the recovery of the cost of the default power supply?

A. The viability of MPC, whether it is owned by NorthWestern or its current owners, will be critically dependent upon its ability to recover the costs it actually incurs in providing the default power supply. No utility (regardless of the identity of its ownership) can, for any length of time, sell power to its customers at a price less than the cost of that power in the market.

Q. Do you have any final comments for the Commission?

A. Yes. NorthWestern is eager to move ahead on the sale and all other matters that are currently pending at the PSC. We are available to work with the Commission and parties on any reasonable timetable. July 1, 2002 is rapidly approaching, and it is our sincere hope thatdecisions are reached soon concerning important transition issues, our purchase of MPC and the development of the portfolio of default supply contracts. We would prefer to spend the remaining time before default supply service begins educating Montana customers on the impacts on them of the many changes in the Montana electric utility industry, and helping them to understand the methods they can use to help control their electricity bills.

Q. Does that conclude your testimony?

A. Yes.

Biographical Data For

**MICHAEL J. HANSON**

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Sioux Falls, South Dakota 57108

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| Position: | President & CEO<br>NorthWestern Services Group, Huron, South Dakota<br>NorthWestern Public Service, Huron and Sioux Falls, South Dakota |
| Date Effective: | April 20, 2000 |
| Job History: | 1981-82 Northern States Power - Gas Operating Clerk<br>1981-83 Northern States Power - Accounting Coordinator<br>1983-84 Northern States Power - Accountant<br>1984-89 Northern States Power - Internal Auditor<br>1989-94 Northern States Power - Attorney<br>1994-98 Northern States Power - General Manager & Chief Executive<br>1998-00 NorthWestern Public Service - President & CEO<br>2000-Present NorthWestern Services Group - President & CEO |
| Birth: | December 12, 1958<br>Sparta, Wisconsin |
| Military Service: | Navy, 1977-1979<br>Midshipman (W-4) |
| Education: | Sparta Senior High School, 1977<br>United States Naval Academy, 1977-79<br>University of Wisconsin, 1982, BS<br>William Mitchell College of Law, 1989, Juris Doctor |
| Family: | Married Laura K. Eggers, Sparta, Wisconsin, February 16, 1980<br><br>Children - Justin M. Hanson - born May 25, 1982<br>Danielle M. Hanson - born March 19, 1985 |
| Directorships: | Huron Regional Medical Center Foundation Board (Vice Chairman)<br>Sioux Council Boy Scouts Board (President), Immediate Past President<br>Marquette Bank - Sioux Falls<br>South Dakota Rural Enterprises, Inc. (1998-1999)<br>Sioux Falls Development Foundation (Chairman) (1997-98)<br>Fargo Cass County Economic Development Corp (1997-98)<br>Sioux Vocational Services (1994-97)<br>Sioux Empire United Way (1994-97) |

Club and Association Memberships:

Edison Electric Institute
South Dakota Electric Utility Companies (Chairman)
Minnesota State Bar Association
Hennepin County Bar Association
American Bar Association
Institute of Internal Auditors
North East Council of Governments
Downtown Rotary Club, Sioux Falls
Gloria Dei Lutheran Church

Recognitions:

Juris Doctor Magna Cum Laude (1989)
James R. Kelly Award Certified Internal Auditor (CIA) Exam (1984)
Certificate of Excellence (CIA Exam) (1984)
Daughters of the American Revolution Good Citizenship Award (1977)
Student Council President (1976-77)
Class President (1974-75)